Track&Field

TRACK & FIELD CO S.A.
Publicly Held Company
CNPJ/MF 59.418.806/0001-47

MATERIAL FACT

CANCELLATION OF TREASURY STOCK, APPROVAL OF NEW SHARE BUYBACK PROGRAM, AND DECLARATION OF INTEREST ON EQUITY

Track&Field Co. S.A. ("Company") (B3: TFCO4), a Brazilian company with national reach and over 30 years of experience in the sports fashion and wellness markets, announces to its shareholders and the market, in compliance with the provisions of CVM Resolution No. 44/2021, that the Board of Directors, in a meeting held on March 21, 2025, approved the declaration and payment of interest on equity to shareholders in the gross amount of R$ 8,254,229.67. The payment will occur on May 29, 2026, in proportion to each shareholder's participation, with withholding of Income Tax at source, except for shareholders who are demonstrably immune or exempt from such tax.

Shareholders who hold shares of the Company as of March 26, 2025 (inclusive) will be entitled to the payment, and as of March 27, 2025 (inclusive), the shares will be traded on the stock exchange "ex" these interest on equity. The gross amount per share of Interest on Equity is R$ 0.00545773126 per common share and R$ 0.05457731261 per preferred share.

The Company highlights that the amount of Interest on Equity per share may vary until the record date according to the increase or decrease in the number of shares outstanding, resulting respectively from the execution of the Restricted Share Program or the Share Buyback Program.

Furthermore, in compliance with the provisions of Article 30, §1, 'b', and Article 157, Paragraph 4, of Law No. 6,404, of December 15, 1976 ('Corporations Law'), CVM Resolution No. 44, of August 23, 2021, and CVM Resolution No. 77, of March 29, 2022 ('CVM Resolution 77'), the Company informs its shareholders and the market in general that its Board of Directors, in a meeting held on March 21, 2025, approved the cancellation of 3,500,000 (three million five hundred thousand) preferred shares issued by the Company and held in treasury, without reducing the share capital.

As a result of the cancellation of shares held in treasury, the Company's share capital of R$ 336,147,913.05 (three hundred thirty-six million, one hundred forty-seven thousand, nine hundred thirteen reais and five cents) will now be divided into 877,251,375 (eight hundred seventy-seven million, two hundred fifty-one thousand, three hundred seventyfive) common shares and 65,492,864 (sixty-five million, four hundred ninety-two thousand, eight hundred sixty-four) preferred shares.

An Extraordinary General Meeting will be held in due course to adjust the number of shares into which the share capital, as stated in Article 5 of the Bylaws, is divided, in light of the approved share cancellation.

Also on March 21, 2025, the Company's Board of Directors approved (i) the termination of the current share buyback program, approved by the Board of Directors on November 21, 2024, and (ii) the initiation of a new Share Buyback Program for its own shares, with the characteristics outlined in the attached document.

São Paulo, March 21, 2025.

Patricia Abibe
CFO and Investor Relations Officer

Annex I – Share Buyback Program

1. Provide a detailed justification of the objective and the expected economic effects of the operation;	The objective of the Share Buyback Program is to maximize value creation for the Company's shareholders through efficient management of its capital structure, by acquiring preferred shares of its own issuance for retention in treasury, bonus issuance, or subsequent sale in the market, cancellation without reducing the Company's share capital, in compliance with the provisions of § 1 of Article 30 of the Brazilian Corporations Law, and the regulations set forth in CVM Resolution 77; it may also serve to fulfill the exercise of incentives granted under the Company's Restricted Share Program or other equity-based compensation programs.
2. Inform the quantities of shares (i) outstanding and (ii) already held in treasury;	According to the most recent available shareholder position, the Company has: (i) 51,287,912 (fifty-one million, two hundred eighty-seven thousand, nine hundred twelve) preferred shares outstanding ('Outstanding Shares'); of which (ii) 1,978,791 (one million, nine hundred seventy-eight thousand, seven hundred ninety-one) preferred shares are already held in treasury.
3. Inform the quantity of shares that may be acquired or sold;	Through the Share Buyback Program, the Company may purchase up to 3,150,000 (three million, one hundred fifty thousand) preferred shares of the Company, representing 0.33% of the total shares issued by the Company (4.81% of the total preferred shares) and 6.14% of the shares outstanding.
4. Describe the main characteristics of the derivative instruments that the company may use, if any;	The Company does not intend to use derivative instruments in the execution of the Share Buyback Program.
5. Describe, if applicable, any agreements or voting instructions existing between the company and the counterparty of the transactions;	There are no agreements or voting instructions between the Company and any potential counterparty.
6. In the event of transactions conducted outside organized securities markets, provide information:	There will be no transactions conducted outside of an organized market.

a. The maximum (minimum) price at which the shares will be acquired (sold); and b. If applicable, the reasons justifying the execution of the transaction at prices more than 10% (ten percent) higher, in the case of acquisition, or more than 10% (ten percent) lower, in the case of sale, than the average price, weighted by volume, in the last 10 (ten) trading sessions;	
7. Inform, if applicable, the impacts that the transaction will have on the composition of the shareholding control or the corporate governance structure of the company;	Not applicable, as there will be no impact on the composition of the shareholding control or the corporate governance structure of the Company as a result of the Share Buyback Program.
8. Identify the counterparties, if known, and, if related parties to the company, as defined by the accounting rules that address this matter, also provide the information required by Article 9 of CVM Resolution No. 81, of March 29, 2022;	The Share Buyback Program provides for acquisition exclusively on the stock exchange, making it impossible, therefore, to determine in advance who the counterparties of each transaction will be.
9. Indicate the destination of the proceeds obtained, if applicable;	Not applicable, as the Company will not receive proceeds, since the acquired shares will initially be held in treasury for use in its equity-based compensation plans, or canceled.
10. Indicate the maximum term for the settlement of the authorized transactions.	The maximum term for the settlement of the acquisitions is 18 months, starting on March 21, 2025, and ending on September 21, 2026, inclusive.
11. Identify the institutions that will act as intermediaries, if any;	The acquisition transactions under the Share Buyback Program will be conducted on the stock exchange with the intermediation of MERRIL LYNCH S.A. Securities Brokerage – CNPJ: 02.670.590/0001-95, located at Av. Brigadeiro Faria Lima, 3,400, 11th and 12th floors, São Paulo-SP, ZIP Code 04538-132, and BTG PACTUAL SECURITIES BROKERAGE S.A., located at Av. Brigadeiro Faria Lima, No. 3477, 14th floor, part, São

	Paulo, SP, registered with CNPJ/MF under number 43.815.158/0001-22.
12. Specify the available resources to be used, in accordance with Article 8, § 1, of CVM Resolution No. 77, of March 29, 2022;	The acquisition of shares will be made using available resources from the Investment and Working Capital Reserve account, which, according to financial information with a base date of December 31, 2024, had a balance of R$ 157.564 thousand, which is sufficient. The balance of the Company's profit reserves and capital, excluding the legal reserve, reserve for unearned profits, special reserve for undistributed dividends, tax incentive reserve, and the respective mandatory dividend, based on the Financial Statements as of December 31, 2024, is R$ 147.999 thousand.
13. Specify the reasons why the members of the Board of Directors are confident that the share buyback will not impair the fulfillment of obligations with creditors or the payment of mandatory, fixed, or minimum dividends.	The Company's management believes that the execution of the Share Buyback Program will not affect its ability to meet its obligations, nor will it impact the payment of mandatory minimum dividends. The Company maintains a comfortable liquidity ratio with a controlled level of leverage, which supports the execution of the program.